

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

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IN RE: TRIBUNE COMPANY  
FRAUDULENT CONVEYANCE  
LITIGATION

Consolidated Multidistrict Litigation

Case No. 11-MD-2296 (RJS)  
1:11-cv-04784

**DECLARATION OF STEPHANIE  
G. WHEELER IN SUPPORT OF  
HER REQUEST FOR LEAVE TO  
WITHDRAW AS COUNSEL OF  
RECORD FOR TOWERVIEW LLC**  
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I, STEPHANIE G. WHEELER, hereby declare:

1. I am a member of the bar of this Court and of Sullivan & Cromwell LLP, counsel of record to TowerView LLC ("TowerView"), which is a defendant and member of the putative defendant class or classes in the above-captioned multi-district action. I submit this declaration based on my personal knowledge in support of my request for leave to withdraw as counsel for TowerView.

2. Based on TowerView's understanding of the merits of the claims and the amount of damages alleged against it, TowerView believes that it is not in its best interest to continue to incur legal fees in connection with the defense of this action and no longer wishes to retain Sullivan & Cromwell LLP.

3. Accordingly, TowerView consents to my withdrawal as counsel in the above-captioned action.

4. No retaining or charging lien is being sought.

5. I have caused copies of the Request for Leave to Withdraw as Counsel of Record to TowerView, a copy of this declaration, and the [Proposed] Order granting my request to withdraw as counsel of record to be served on TowerView by first-class mail and on counsel of record in this action by ECF.

Dated: New York, New York  
April 29, 2013

By: /s/ Stephanie G. Wheeler  
Stephanie G. Wheeler  
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*Counsel for Defendant TowerView LLC*

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**[PROPOSED] ORDER GRANTING  
STEPHANIE G. WHEELER'S  
REQUEST TO WITHDRAW AS  
COUNSEL OF RECORD FOR  
TOWERVIEW LLC**

This Court has reviewed and considered Stephanie G. Wheeler's request for leave to withdraw as counsel of record for defendant TowerView LLC, and the declaration in support thereof. Upon the papers filed and for good cause and satisfactory reasons shown, it is hereby ordered that:

1. STEPHANIE G. WHEELER shall no longer be counsel of record for defendant TowerView LLC; and
2. STEPHANIE G. WHEELER shall be removed from the cm/ecf notification system as well as all other means of written or electronic notification lists.

Dated: May \_\_\_\_, 2013

SO ORDERED.

By: \_\_\_\_\_  
Richard J. Sullivan  
United States District Judge